

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

***** *
CHILDREN'S HOSPITAL CORPORATION, *
*
Plaintiff, *
*
v. * **Civil Action No. 04-11676-PBS**
*
KINDERCARE LEARNING CENTERS, *
INC., BLUE CROSS BLUE SHIELD OF *
MASSACHUSETTS, INC., and REGENCE *
BLUE CROSS BLUE SHIELD OF OREGON, *
*
Defendants. *

AFFIDAVIT OF BART MCMULLAN, JR.

I, Bart McMullan, Jr. depose and state as follows:

1. I am the President of Regence Blue Cross Blue Shield of Oregon ("Blue Cross Oregon"). The facts set forth herein are based on my personal knowledge and/or my review of the business records of Blue Cross Oregon.
2. Blue Cross Oregon is domiciled in the state of Oregon with a principal place of business in Portland, Oregon.
3. Blue Cross Oregon does not have any offices or other places of business in Massachusetts, nor does it own any property in Massachusetts.
4. Blue Cross Oregon does not have a bank account, a telephone listing, or a mailing address in Massachusetts.
5. Blue Cross Oregon does not employ any individuals in the Commonwealth of Massachusetts.

6. Blue Cross Oregon does not do any business in Massachusetts or pay any benefits in the Commonwealth.

Signed under penalties of perjury this 3d day of September 2004.

/s/ Bart McMullan, Jr.